

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007  
Ray C. Schrock, P.C.  
Jacqueline Marcus  
Garrett A. Fail  
Sunny Singh  
Jessica Liou

*Attorneys for Debtors  
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
In re	:	<b>Chapter 11</b>
	:	
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	:	<b>Case No. 18-23538 (RDD)</b>
	:	
Debtors. <sup>1</sup>	:	<b>(Jointly Administered)</b>
	:	
-----X		

**NOTICE OF FILING OF FIFTH  
SUPPLEMENTAL ORDINARY COURSE PROFESSIONALS LIST**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**PLEASE TAKE NOTICE** that on November 16, 2018, the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”)<sup>2</sup> entered an *Order Authorizing Debtors to Employ Professionals Used in the Ordinary Course of Business Nunc Pro Tunc to the Commencement Date* (ECF No. 794) (the “**Order**”) authorizing Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”) to establish certain procedures to retain and compensate those professionals that the Debtors employ in the ordinary course of business (collectively, the “**Ordinary Course Professionals**”). Attached to the Order as **Exhibits 1 and 2** is an initial list of Ordinary Course Professionals (collectively, the “**OCP Lists**”).

**PLEASE TAKE FURTHER NOTICE** that pursuant to the Order, the Debtors, in the exercise of their business judgment, seek to add the Ordinary Course Professionals listed below (the “**Supplemental OCPs**”) to the OCP Lists as indicated.

**Tier 1 Ordinary Course Professionals**

<b>Professional</b>	<b>Address</b>	<b>Contact</b>	<b>Services Performed By Professional</b>
Kluger, Kaplan, Silverman, Katzen & Levine, P.L.	60 South 6th Street, Suite 3615 Minneapolis, MN 55402	Attn: Daniel N. Rosen	Provides real estate legal advice in MN
Preferred Tax Services	c/o Lefkoff, Duncan, Grimes, McSwain & Hass, P.C Piedmont Place Office Building 3520 Piedmont Road Suite 200 Atlanta, Georgia 30305	Attn: Terry Rosenblatt	Provides real estate tax legal advice in CA/GA/TX

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the *Motion of Debtors for Authority to Employ Professionals Used in the Ordinary Course of Business Nunc Pro Tunc to the Commencement Date* (ECF No. 396).

**Tier 2 Ordinary Course Professionals**

<b>Professional</b>	<b>Address</b>	<b>Contact</b>	<b>Services Performed By Professional</b>
Economics Laws Practice, Advocates & Solicitors	109A, Dalamal Towers, Nariman Point, Mumbai 400 021, India	Attn: Suhail Nathani	Provides legal advice regarding the potential sale or disposition of assets
Von Wobeser y Sierra, S.C.	Paseo de los Tamarindos 60, Piso 4, Colonia Bosques de las Lomas, Alcandia Cuajimalpa de Morelos, C.P. 05120, Ciudad de Mexino, Mexico	Attn: Andres Nieto Sanchez	Provides legal advice regarding the potential sale or disposition of assets

**PLEASE TAKE FURTHER NOTICE** that attached hereto as **Exhibit A** are the completed Ordinary Course Professional Affidavits and Retention Questionnaires for the Supplemental OCPs.

Dated: February 14, 2019  
New York, New York

/s/ Jessica Liou  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007  
Ray C. Schrock, P.C.  
Jacqueline Marcus  
Garrett A. Fail  
Sunny Singh  
Jessica Liou

*Attorneys for Debtors  
and Debtors in Possession*

**Exhibit A**

**Completed Ordinary Course Professional Affidavits and Retention Questionnaires**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re	X	
	:	
	:	<b>Chapter 11</b>
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	:	
	:	<b>Case No. 18-23538 (RDD)</b>
	:	
Debtors. <sup>1</sup>	:	<b>(Jointly Administered)</b>

**AFFIDAVIT AND DISCLOSURE STATEMENT OF DANIEL N. ROSEN,**

**ON BEHALF OF KLUGER, KAPLAN, SILVERMAN, KATZEN & LEVINE, PL**

STATE OF MINNESOTA    )  
  ) s.s.:  
COUNTY OF HENNEPIN    )

Daniel N. Rosen, being duly sworn, upon his oath, deposes and says as follows:

1. I am a partner in the firm of Kluger, Kaplan Silverman, Katzen & Levine,

P.L., located at 60 South 6<sup>th</sup> Street, Suite 3615, Minneapolis, MN 55402 (the “**Firm**”).

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

2. Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), have requested that the Firm provide legal services to the Debtors, and the Firm has consented to provide such services (the “**Services**”).

3. The Services include, but are not limited to, the following: Legal representation in partial eminent-domain acquisition of leasehold interest in Minneapolis, Minnesota. *County of Hennepin v. Harriett Tubman Center Condo. Assoc.*, et al. Court File No. 27-CV-17-3225, Parcel 7.

4. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors’ chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, such person’s attorneys, or such person’s accountants that would be adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

5. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than principals and regular employees of the Firm.

6. Neither I nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest materially adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

7. As of the commencement of this chapter 11 case, the Debtors owed the Firm \$1,334.00 in respect of prepetition services rendered to the Debtors.

8. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of this inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.

Pursuant to 28 U.S.C. §1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Affidavit and Disclosure Statement was executed on February 1, 2019, at Minneapolis, Minnesota.

/s/ Daniel N. Rosen  
Daniel N. Rosen

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	
<b>In re</b>	:
	:
<b>SEARS HOLDINGS CORPORATION, <i>et al.</i>,</b>	:
	:
	:
<b>Debtors.<sup>1</sup></b>	:
-----X	

**Chapter 11**  
**Case No. 18-23538 (RDD)**  
**(Jointly Administered)**

**RETENTION QUESTIONNAIRE**

TO BE COMPLETED BY PROFESSIONALS EMPLOYED by Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”).

All questions **must** be answered. Please use “none,” “not applicable,” or “N/A,” as appropriate. If more space is needed, please complete on a separate page and attach.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.



1. Name and address of professional:

Daniel N. Rosen  
Kluger Kaplan Silverman Katzen & Levine, PL  
60 South 6<sup>th</sup> Street, Suite 3615  
Minneapolis, MN 55402

2. Date of retention: May 9, 2017

3. Type of services to be provided:

Legal representation

4. Brief description of services to be provided:

Legal representation in partial eminent-domain acquisition of leasehold interest in Minneapolis, Minnesota.  
Matter name: *County of Hennepin v. Harriett Tubman Center Condo. Assoc.*, et al.  
Court File No. 27-CV-17-3225, Parcel 7

5. Arrangements for compensation (hourly, contingent, etc.):

Contingency. One-third of all future amounts paid by the condemning authority after the date hereof, regardless of the nature or characterization of the condemning authority's payment (i.e., whether the payment is for damages, interest, fee reimbursement, or anything else).  
Client to pay costs and expenses as they are incurred.

(a) Average hourly rate (if applicable): n/a

(b) Estimated average monthly compensation based on prepetition retention (if company was employed prepetition): Post-petition representation will be on a contingency basis. Accordingly, this item is not applicable.

6. Prepetition claims against the Debtors held by the company:

Amount of claim:	\$1,334.00
Date claim arose:	July 31, 2018 (\$696.00) and September 17, 2018 (\$638.00)
Nature of claim:	Legal services rendered

7. Prepetition claims against the Debtors held individually by any member, associate, or employee of the company:

None.

8. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates for the matters on which the professional is to be employed:

None.

9. Name and title of individual completing this form:

Daniel N. Rosen, partner

Dated: February 10, 2019

KLUGER, KAPLAN, SILVERMAN,  
KATZEN & LEVINE, PL

By : /s/ Daniel N. Rosen

Daniel N. Rosen (MN Reg #250909)  
60 South 6th Street, Suite 3615  
Minneapolis, MN 55402  
(612) 767-3000  
*drosen@klugerkaplan.com*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re :  
: Chapter 11  
SEARS HOLDINGS CORPORATION, *et al.*, :  
: Case No. 18-23538 (RDD)  
: (Jointly Administered)  
Debtors.<sup>1</sup> :  
-----X

AFFIDAVIT AND DISCLOSURE STATEMENT OF Adam Richmond, Esq.

ON BEHALF OF Leftkoff Duncan Grimes McSwain + Hass, LLP

STATE OF Georgia )  
 ) s.s.:  
COUNTY OF Fulton )

and  
Preferred Tax Service, Inc., a Georgia corporation

Adam Richmond, being duly sworn, upon his oath, deposes and says as follows:

1. I am <sup>an</sup> attorney <sup>with Leftkoff Duncan Grimes McSwain + Hass, LLP +</sup> ~~of~~ Preferred Tax Service, Inc., a Georgia  
located at 3520 Piedmont Road, Suite 200, Atlanta, GA 30305 <sup>corporation,</sup> (the "Firm").

2. Sears Holdings Corporation and its debtor affiliates, as debtors and  
debtors in possession in the above-captioned chapter 11 cases (collectively, the "Debtors"), have

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.



requested that the Firm provide ad valorem taxation appeal services to the Debtors, and the Firm has consented to provide such services (the "Services").

3. The Services include, but are not limited to, the following:

prosecuting property tax appeals in Georgia, Texas and California and direct assessment appeals in Los Angeles and orange counties, California.

4. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, such person's attorneys, or such person's accountants that would be adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

5. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than principals and regular employees of the Firm.

6. Neither I nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest materially adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

7. As of the commencement of this chapter 11 case, the Debtors owed the Firm \$92,649.94 in respect of prepetition services rendered to the Debtors.



8. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of this inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.

Pursuant to 28 U.S.C. §1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Affidavit and Disclosure Statement was executed on December 21, 2018, at Atlanta, GA.

Adam Richmond  
Affiant Name  
Adam Richmond

SWORN TO AND SUBSCRIBED before  
Me this 21st day of December, 2018

[Signature]  
Notary Public



UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re :  
: Chapter 11  
SEARS HOLDINGS CORPORATION, *et al.*, :  
: Case No. 18-23538 (RDD)  
: (Jointly Administered)  
Debtors.<sup>1</sup> :  
-----X

RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED by Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession (collectively, the “Debtors”).

All questions **must** be answered. Please use “none,” “not applicable,” or “N/A,” as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of professional:

Preferred Tax Service, Inc., a Georgia corporation and  
LEACOFF Duncan Grimes McSwain & Hass, LLP  
3520 Piedmont Road, Suite 200  
Atlanta, GA 30305  
Attn: Adam Richmond or David Derner  
Phone: 404-262-2000  
Email: adam@preferredtaxservices.com

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

2. Date of retention: <sup>original</sup> Approximately 2003, with annual renewal, for property tax matters.  
For direct assessments, we were engaged in August 2013.
3. Type of services to be provided:

legal + consulting

4. Brief description of services to be provided:

prosecuting property tax appeals in Georgia, Texas and California and direct assessment appeals in Los Angeles and Orange Counties, California.

5. Arrangements for compensation (hourly, contingent, etc.):

contingency

- (a) Average hourly rate (if applicable):



(b) Estimated average monthly compensation based on prepetition retention (if company was employed prepetition):

\$10,000

6. Prepetition claims against the Debtors held by the company:

Amount of claim: \$ 92,649.94

Date claim arose: throughout 2018

Nature of claim: fees for services rendered in connection with property tax and direct assessment appeals

7. Prepetition claims against the Debtors held individually by any member, associate, or employee of the company:

Name: N/A

Status: \_\_\_\_\_

Amount of claim: \$ \_\_\_\_\_

Date claim arose: \_\_\_\_\_

Nature of claim: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

8. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates for the matters on which the professional is to be employed:

N/A

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

9. Name and title of individual completing this form:

Adam Richmond, Esq.

Dated: December 21, 2018



UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re :  
SEARS HOLDINGS CORPORATION, *et al.*, : Chapter 11  
: Case No. 18-23538 (RDD)  
: (Jointly Administered)  
Debtors.<sup>1</sup> :  
-----X

AFFIDAVIT AND DISCLOSURE STATEMENT OF MR. SUHAIL NATHANI,  
ON BEHALF OF ECONOMIC LAWS PRACTICE

STATE OF MAHARASHTRA )  
 ) s.s.:  
COUNTRY OF INDIA )

I, Suhail Nathani, being duly sworn, upon his oath, deposes and says as follows:

1. I am the Managing Partner of Economic Laws Practice, Advocates & Solicitors located at 109A, Dalamal Towers, Nariman Point, Mumbai 400 021, India (the "Firm").

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.





2. Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), have requested that the Firm provide Legal services pertaining to the sale of subsidiaries in India to the Debtors, and the Firm has consented to provide such services (the “**Services**”).

3. The Services include, but are not limited to, the following: Advice and assistance pertaining to Indian laws for the sale of shares of Sears IT & Management Services India Private Limited, Sears Global Technologies India Private Limited and Sears Sourcing India Private Limited and matters incidental thereto under Indian Laws as agreed to by the Firm in writing.

4. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors’ chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, such person’s attorneys, or such person’s accountants that would be adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

5. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than principals and regular employees of the Firm.

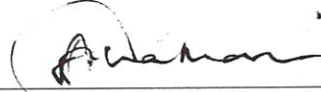
6. Neither I nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest materially adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.



7. As of the commencement of this chapter 11 case, the Debtors owed the Firm \$ 0 in respect of prepetition services rendered to the Debtors.

8. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of this inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.

Pursuant to 28 U.S.C. §1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Affidavit and Disclosure Statement was executed on February 6, 2019, at Mumbai.

  
Affiant Name: Suhail-Nathani

SWORN TO AND SUBSCRIBED before  
Me this 6<sup>th</sup> day of February, 2019

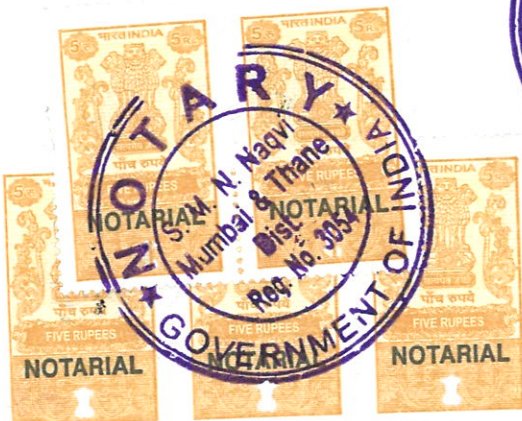
Notary Public



**BEFORE ME**

*Smy*  
*2219*

**S. M. N. NAQVI**  
Notary Govt. of India  
49, Roshan Estate, Jari Mari,  
Kurla (W), Mumbai - 400 070.



SR. No. *907* P. No. *68*  
NOTARY Register *348* Date *7/2/19*



**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	:	
	:	Case No. 18-23538 (RDD)
	:	
Debtors. <sup>1</sup>	:	(Jointly Administered)

**RETENTION QUESTIONNAIRE**

TO BE COMPLETED BY PROFESSIONALS EMPLOYED by Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession (collectively, the “Debtors”).

All questions **must** be answered. Please use “none,” “not applicable,” or “N/A,” as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of professional:

Mr. Suhail Nathani, Managing Partner, Economic Laws Practice, 109A,  
Dalamal Towers, Nariman Point, Mumbai 400 021, India

2. Date of retention:

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

January 26, 2019

3. Type of services to be provided:

Legal services pertaining to Indian laws for the sale of shares of Sears IT & Management Services India Private Limited, Sears Global Technologies India Private Limited and Sears Sourcing India Private Limited and matters incidental thereto under Indian laws as agreed to by the Firm

4. Brief description of services to be provided:

Legal services pertaining to Indian laws for the sale of shares of Sears IT & Management Services India Private Limited, Sears Global Technologies India Private Limited and Sears Sourcing India Private Limited and matters incidental thereto under Indian laws as agreed to by the Firm

5. Arrangements for compensation (hourly, contingent, etc.):

Following Hourly rates in USD will be charged:

- a. Senior Partner – USD 650
- b. Partner – USD 500
- c. Associate Partner – USD 375
- d. Senior Associate – USD 275
- e. Associate – USD 250

(a) Average hourly rate (if applicable): N.A.

(b) Estimated average monthly compensation based on prepetition retention (if company was employed prepetition): N.A.

6. Prepetition claims against the Debtors held by the company:

N.A.

7. Prepetition claims against the Debtors held individually by any member, associate, or employee of the company:

N.A.

8. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates for the matters on which the professional is to be employed:

N.A.

9. Name and title of individual completing this form:

Mr. Suhail Nathani, Managing Partner

Dated: February 6, 2019

A handwritten signature in black ink, appearing to read 'Suhail Nathani', with a stylized initial 'S'.



**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.<sup>1</sup>  
-----X

:  
:  
Chapter 11

:  
:  
Case No. 18-23538 (RDD)

:  
:  
(Jointly Administered)

**AFFIDAVIT AND DISCLOSURE STATEMENT OF ANDRÉS  
NIETO SÁNCHEZ DE TAGLE,**

**ON BEHALF OF VON WOBESER Y SIERRA, S.C.**

MEXICO, STATE OF MEXICO CITY

) s.s.:

COUNTY OF CUAJIMALPA DE MORELOS

Andrés Nieto Sánchez de Tagle, being duly sworn, upon his oath, deposes and says as follows:

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

ESTA PAGINA FORMA PARTE DE LA CERTIFICACIÓN  
DEL ACTA No. 86118



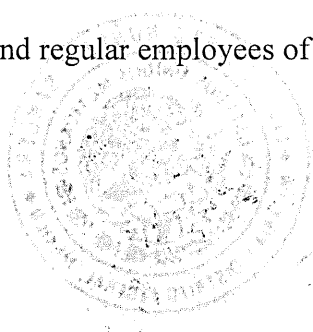
1. I am a lawyer and partner of Von Wobeser y Sierra, S.C., located at Paseo de los Tamarindos 60, Piso 4, Colonia Bosques de las Lomas, Alcandía Cuajimalpa de Morelos, C.P. 05120, Ciudad de México, Mexico (the "**Firm**").

2. Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**"), have requested that the Firm provide legal services to the Debtors, and the Firm has consented to provide such services (the "**Services**").

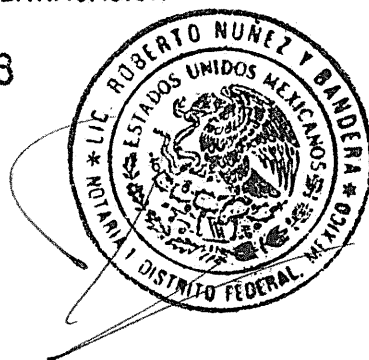
3. The Services include, but are not limited to, the following: providing legal advice to the Debtors in connection with certain assets located in Mexico that will be part of a certain sale of assets transaction with ESL Investments.

4. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, such person's attorneys, or such person's accountants that would be adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

5. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than principals and regular employees of the Firm.



ESTA PAGINA FORMA PARTE DE LA CERTIFICACIÓN  
DEL ACTA No. 86118

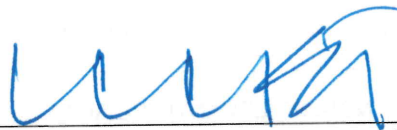


6. Neither I nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest materially adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

7. As of the commencement of this chapter 11 case, the Debtors did not owe the Firm any amount in respect of prepetition services rendered to the Debtors.

8. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of this inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.

Pursuant to 28 U.S.C. §1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Affidavit and Disclosure Statement was executed on February 6, 2019, at Mexico City.



Affiant Name: Andrés Nieto Sánchez de Tagle  
on behalf of Von Wobeser y Sierra, S.C.

SWORN TO AND SUBSCRIBED before  
Me this sixth day of February, 2019

Notary Public

--- EL LICENCIADO ROBERTO NÚÑEZ Y BANDERA, TITULAR DE LA NOTARÍA NÚMERO UNO DE LA CIUDAD DE MÉXICO: CERTIFICA: Que ante mí compareció el licenciado Andrés Nieto Sánchez de Tagle en representación de VON WOBESER Y SIERRA, SOCIEDAD CIVIL, quien se identificó ante mí con su pasaporte ordinario tipo "P" número "G11829432", expedido el nueve de mayo de dos mil trece por la delegación de la Secretaría de Relaciones Exteriores en la Delegación Cuajimalpa, y que a mi juicio tenía capacidad legal al momento de su comparecencia y dijo: Que ratifica el contenido del presente Documento que consta de tres fojas con texto sólo por el anverso, y reconoce como suya la firma que lo calza por ser de su puño y letra y ser la misma que acostumbra usar en todos sus asuntos legales.-----

--- Para efectos de lo previsto por el artículo ciento treinta y ocho de la Ley del Notariado para la Ciudad de México, el compareciente declaró conocer el idioma inglés, el contenido de dicho documento y en lo que éste consiste en todos sus términos.-----

--- El licenciado Andrés Nieto Sánchez de Tagle me acreditó su personalidad con testimonio del instrumento número noventa y cinco mil trescientos setenta y nueve, otorgado en esta Ciudad el veinticuatro de febrero de dos mil dieciséis ante el Notario diecinueve de la Ciudad de México, licenciado Miguel Alessio Robles, sin que me proporcione datos de inscripción en el Registro Público de la Propiedad de esta Capital, por el que VON WOBESER Y SIERRA, SOCIEDAD CIVIL representada por el licenciado Claus Von Wobeser, otorgó en favor del licenciado Andrés Nieto Sánchez de Tagle, poder general para pleitos y cobranzas y para actos de administración en términos de los dos primeros párrafos del artículo dos mil quinientos cincuenta y cuatro del Código Civil para el Distrito Federal y de sus correlativos de los Códigos Civiles tanto Federal como de todos los estados de la República Mexicana.-----

--- En dicho instrumento, con las relaciones e inserciones del caso, se acreditaron la legal constitución y existencia de VON WOBESER Y SIERRA, SOCIEDAD CIVIL (la cual tiene su domicilio en la Ciudad de México, duración de noventa y nueve años, capital social de mil quinientos noventa y seis pesos dos mil quinientos cincuenta y cuatro diezmilésimos, Moneda Nacional, y por objeto, entre otros, el ejercicio de la profesión licenciado en derecho, por conducto de sus miembros, en todas la ramas del Derecho Mexicano, la colaboración para la aplicación de la justicia tanto en el ámbito nacional como internacional), así como el carácter y facultades del licenciado Claus Von Wobeser para otorgar en nombre de aquella los poderes ejercidos ante mí.-----

--- PARA CONSTANCIA SE LEVANTÓ EL ACTA NÚMERO OCHENTA Y SEIS MIL CIENTO DIECIOCHO. ---

--- CIUDAD DE MÉXICO, A SEIS DE FEBRERO DE DOS MIL DIECINUEVE. DOY FE.-----



UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re :  
: Chapter 11  
SEARS HOLDINGS CORPORATION, *et al.*, :  
: Case No. 18-23538 (RDD)  
:   
Debtors.<sup>1</sup> : (Jointly Administered)  
-----X

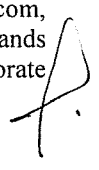
**RETENTION QUESTIONNAIRE**

TO BE COMPLETED BY PROFESSIONALS EMPLOYED by Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”).

All questions **must** be answered. Please use “none,” “not applicable,” or “N/A,” as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of professional: Von Wobeser y Sierra, S.C. (the “**Firm**”) , located at Paseo de los Tamarindos 60, Piso 4, Colonia Bosques de las Lomas, Alcaldía Cuajimalpa de Morelos, C.P. 05120, Ciudad de México, México.
2. Date of retention: January 28, 2019.
3. Type of services to be provided: legal advice.

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.





4. Brief description of services to be provided: providing of legal advice to the Debtors in connection with certain assets located in México that will be part of a certain sale of assets transaction with ESL Investments.

5. Arrangements for compensation (hourly, contingent, etc.): hourly.

(a) Average hourly rate (if applicable): USD \$250.00

(b) Estimated average monthly compensation based on prepetition retention (if company was employed prepetition): N/A.

6. Prepetition claims against the Debtors held by the Firm:

Amount of claim: N/A

Date claim arose: N/A

Nature of claim: N/A

7. Prepetition claims against the Debtors held individually by any member, associate, or employee of the Firm:

Name: N/A

Status: N/A

Amount of claim: N/A

Date claim arose: N/A

Nature of claim: N/A

8. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates for the matters on which the professional is to be employed: N/A

9. Name and title of individual completing this form:



Andrés Nieto Sánchez de Tagle

Partner at Von Wobeser y Sierra, S.C.

Dated: February 6, 2019